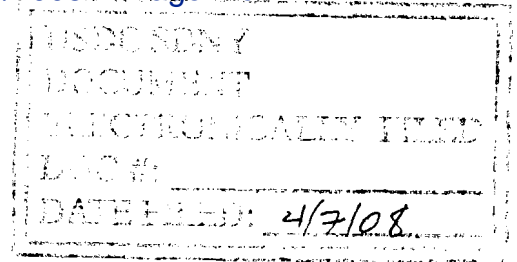


UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK



SAMUEL T. COHEN and JEROME BIRN,
derivatively and on behalf of BEAR STEARNS
COMPANIES, INC.,

Plaintiffs,

vs.

THE BEAR STEARNS COMPANIES, INC., et al.,

Defendants.

07 CV 10453 (RMB)

**STIPULATION AND
~~PROPOSED~~ ORDER
REGARDING FILING OF
SECOND AMENDED
COMPLAINT AND BRIEFING
SCHEDULE**

This Stipulation is entered into by and among the parties to this action.

WHEREAS, at a conference before this Court on January 10, 2008, plaintiffs were
granted leave to file an amended complaint; and

WHEREAS, on March 3, 2008, plaintiffs filed an amended complaint; and

WHEREAS, plaintiffs now seek leave to file a second amended complaint, and
defendants consent to the filing of such complaint;

IT IS HEREBY STIPULATED AND AGREED, by and among the undersigned counsel
for the parties, as follows:

1. Plaintiffs are granted leave to file and serve a second amended complaint on or
before April 10, 2008.
2. Defendants need not respond to any existing complaints filed by plaintiffs.
3. Defendants are granted leave to file and serve a joint motion to dismiss the second
amended complaint no later than 60 days from the date of the filing of plaintiffs' second
amended complaint.

4. Plaintiffs are granted leave to file and serve an opposition to defendants' motion to dismiss no later than 40 days from the date of the filing of defendants' motion to dismiss.

5. Defendants are granted leave to file and serve a reply in support of their motion to dismiss no later than 20 days from the date of the filing of plaintiffs' opposition.

6. Defendants' motion to dismiss will be limited to 35 pages, exclusive of exhibits; plaintiffs' opposition to defendants' motion to dismiss will be limited to 35 pages, exclusive of exhibits; and defendants' reply in support of their motion to dismiss will be limited to 15 pages, exclusive of exhibits.

Dated: April 4, 2008

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*Attorneys for Plaintiffs Samuel Cohen and
Jerome Birn*

SO ORDERED:

Date:

4/7/08

Richard M. Berman
United States District Judge

Richard M. Berman

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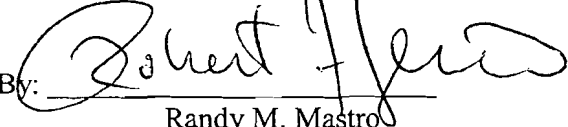
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SO ORDERED:

Date: _____

Richard M. Berman
United States District Judge